

**UNITED STATES DISTRICT COURT FOR THE
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

23 Civ. 4738 (KPF)

COINBASE, INC. AND COINBASE GLOBAL, INC.,

Defendants.

**DECLARATION OF DAVID P.T. WEBB IN SUPPORT OF
COINBASE'S MOTION FOR JUDGMENT ON THE PLEADINGS**

I, David P.T. Webb, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 as follows:

1. I am an attorney duly admitted to practice in the United States District Court for the Southern District of New York. I am an associate at the law firm Wachtell, Lipton, Rosen & Katz, counsel to Defendants Coinbase, Inc. and Coinbase Global, Inc. (together, "Coinbase"). I submit this declaration in support of Coinbase's Motion for Judgment on the Pleadings.

2. Attached as Exhibit A is a true and correct copy of the Brief for Petitioner the Securities and Exchange Commission in *SEC v. W.J. Howey Co.*, No. 843 (U.S.), filed with the Supreme Court of the United States on April 17, 1946.

3. Attached as Exhibit B is a true and correct copy of the Brief for the Securities and Exchange Commission as Amicus Curiae in *International Brotherhood of Teamsters v. Daniel*, Nos. 77-753 & 77-754 (U.S.), filed with the Supreme Court of the United States on August 18, 1978.

4. Attached as Exhibit C is a true and correct copy of the Brief for Petitioner the Securities and Exchange Commission in *SEC v. Edwards*, No. 02-1196 (U.S.), filed with the Supreme Court of the United States on June 26, 2003.

5. Attached as Exhibit D is a true and correct copy of an excerpt from the transcript of the hearing for temporary restraining order held in *SEC v. Binance Holdings Ltd.*, Case No. 1:23-cv-01599-ABJ (D.D.C.) on June 13, 2023.

6. Attached as Exhibit E is a true and correct copy of an excerpt from the transcript of the initial pretrial and pre-motion conference held in the above-captioned action on July 13, 2023.

7. Attached as Exhibit F is a true and correct copy of Defendants' Memorandum of Law in Support of Their Motion for Summary Judgment in *SEC v. Ripple Labs, Inc.*, Case No. 1:20-cv-10832-AT-SN (S.D.N.Y.), filed with the United States District Court for the Southern District of New York on September 17, 2022 (re-filed on June 13, 2023).

8. Attached as Exhibit G is a true and correct copy of Plaintiff Securities and Exchange Commission's Memorandum of Law in Opposition to Defendants' Motion for Summary Judgment in *SEC v. Ripple Labs, Inc.*, Case No. 1:20-cv-10832-AT-SN (S.D.N.Y.), filed with the United States District Court for the Southern District of New York on October 21, 2022 (re-filed on June 13, 2023).

9. Attached as Exhibit H is a true and correct copy of Plaintiff Securities and Exchange Commission's Memorandum of Law in Support of Its Motion for Summary Judgment in *SEC v. Ripple Labs, Inc.*, Case No. 1:20-cv-10832-AT-SN (S.D.N.Y.), filed with the United States District Court for the Southern District of New York on September 17, 2022 (re-filed on June 13, 2023).

10. Attached as Exhibit I is a true and correct copy of the Brief of the Securities and Exchange Commission, as Amicus Curiae, on Rehearing En Banc in *Hocking v. Dubois*, No. 85-1932 (9th Cir.), filed with the United States Court of Appeals for the Ninth Circuit on October 24, 1988.

11. Attached as Exhibit J is a true and correct copy of an excerpt from the transcript of the motions hearing held in *SEC v. LBRY, Inc.*, Case No. 1:21-cv-260-PB (D.N.H) on January 30, 2023.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 4, 2023
New York, New York

By: /s/ David P.T. Webb
David P.T. Webb